

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

PURANJAY DAS, Individually and on Behalf of
All others Similarly Situated,

Plaintiff,

v.

RIO TINTO PLC, et al.,

Defendants.

Case No. 16-cv-09572 (ALC)

**DECLARATION OF NATHANIEL J. KRITZER IN SUPPORT OF
DEFENDANTS' MOTION TO DISMISS**

I, Nathaniel J. Kritzer, hereby declare under penalty of perjury:

1. I am an attorney with the law firm of Kirkland & Ellis LLP, attorneys of record in this matter for Defendants. I respectfully submit this declaration in support of Defendants' motion to dismiss. Specifically, I submit this declaration to place before the Court certain documents that are referenced in the complaint or are of public record.
2. Attached hereto are true and correct copies of the following documents:
 - (i) Exhibit 1 hereto is a true and correct copy of a document published by the United States Department of Justice. It is available on the DOJ's website at:
<https://www.justice.gov/sites/default/files/criminal-fraud/legacy/2012/09/27/1201.pdf>.
 - (ii) Exhibit 2 hereto is a true and correct copy of a document published by the United States Department of Justice and Securities and Exchange Commission. It is available on the DOJ's website at:
<https://www.justice.gov/sites/default/files/criminal-fraud/legacy/2015/01/16/guide.pdf>.

- (iii) Exhibit 3 hereto is a true and correct copy of Rio Tinto's *The way we work* issued in December 2009.
- (iv) Exhibit 4 hereto is a true and correct copy of Rio Tinto's *The way we work* issued in June 2015.
- (v) Exhibit 5 hereto is a true and correct copy of Rio Tinto's Business integrity (anti-corruption) standard issued in January 2012.
- (vi) Exhibit 6 hereto is a true and correct copy of Rio Tinto's Business integrity standard issued in October 2014.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge.

Executed on September 11, 2017, in New York, NY.

s/ Nathaniel J. Kritzer

Nathaniel J. Kritzer